

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

FAIR ISAAC CORPORATION,

Court File No. 16-cv-1054 (WMW/DTS)

Plaintiff,

v.

FEDERAL INSURANCE COMPANY,
an Indiana corporation, and ACE
AMERICAN INSURANCE COMPANY,
a Pennsylvania corporation,

**DECLARATION OF
TERRENCE J. FLEMING IN
SUPPORT OF DEFENDANTS'
MOTION TO EXCLUDE EXPERT
REPORT AND TESTIMONY OF
BROOKS HILLIARD**

Defendants.

I, Terrence J. Fleming, declare as follows:

1. I am an attorney at Fredrikson & Byron, P.A. and am one of the attorneys representing Defendants Federal Insurance Company (“Federal”) and ACE American Insurance Company in this case.
2. Attached as **Exhibit 1** is a copy of the Rebuttal Expert Report of Brooks Hilliard.
3. Attached as **Exhibit 2** is a copy of the June 30, 2006 Software License and Maintenance Agreement (FICO0000208-FICO0000223).
4. Attached as **Exhibit 3** is a copy of August 1, 2006 Amendment One to Software License and Services Agreement (FICO0002118-FICO0002119).
5. Attached as **Exhibit 4** is a copy of December 28, 2006 Amendment Two to Software License and Services Agreement (FICO0000226-FICO0000228).

6. Attached as **Exhibit 5** is a copy of excerpts from the expert deposition of Brooks Hilliard.

7. Attached as **Exhibit 6** is a copy of excerpts from the deposition of Michael Sawyer.

8. Attached as **Exhibit 7** is a copy of Deposition Exhibit 121.

9. Attached as **Exhibit 8** is a copy of Deposition Exhibit 123.

10. Attached as **Exhibit 9** is a copy of Deposition Exhibit 81.

11. Attached as **Exhibit 10** is a copy of the document Bates labeled FICO0003090.

12. Attached as **Exhibit 11** is a copy of Deposition Exhibit 90.

13. Attached as **Exhibit 12** is a copy of the document Bates labeled FICO000050.

14. Attached as **Exhibit 13** is a copy of the document Bates labeled ORCL_FICO00000001.

15. Attached as **Exhibit 14** is a copy of the document Bates labeled FICO0061245.

16. Attached as **Exhibit 15** is a copy of the document Bates labeled FICO0060446.

17. Attached as **Exhibit 16** is a copy of excerpts from FICO's First Amended Privilege Log, Entries 656 and 662.

18. Attached as **Exhibit 17** is a copy of the document Bates labeled FICO0000379.

19. Attached as **Exhibit 18** is a copy of the Expert Report of Steven Kursh.
20. Attached as **Exhibit 19** is a copy of the Written Answers to Questions from the Rule 30(b)(6) Deposition of William Waid.
21. Attached as **Exhibit 20** is a copy of Deposition Exhibit 380.
22. Attached as **Exhibit 21** is a copy of the Expert Report of William McCarter.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Dated: July 26, 2019

s/ Terrence J. Fleming